**Notice of Exempt** Offering of Securities

# U.S. Securities and Exchange Commission

Washington, DC 20549

(See instructions beginning on page 5)

OMB APPROVAL

OMB Number: 3235-0076

Expires: February 28, 2009

Estimated average burden hours per response: 4.00

Intentional misstatements or tem 1. Issuer's identity	omissions of fact const	titute federal criminal vio	lations. See 18 U.S.C. 1001.	
Name of Issuer		<b>3</b>	Entity Type (Select one)	
	Previous Name(s) X None		X Corporation	
Flagstar Bancorp, Inc. Jurisdiction of Incorporation/Organization	J		Limited Partnership	
Michigan			Umited Liability Company General Partnership	
Year of Incorporation/Organization (Select one)  ✓ Over Five Years Ago  Within Last Five Years		t to Be Formed	Business Trust Other (Specify)	
(specify year)  If more than one issuer is filing this notice, check	this box and identify	y additional issuer(s) by a	nttaching items 1 and 2 Continuation Page(s).)	
tem 2. Principal Place of Business and	Contact Informat	ion		
Street Address 1		Street Address 2	MAR n o 2	
5151 Corporate Drive				
	te/Province/Country	ZIP/Postal Code	Phone No. THOMSON RE	
	ichigan	48098	(248) 312-2000	
	ion/gari			
tem 3. Related Persons				
Last Name	First Name		Middle Name	
Hammond	Thomas		J. <b>SEG</b>	
Street Address 1	- L <u></u>	Street Address 2	Willi Processi	
c/o 5151 Corporate Drive	]		Section	
	e/Province/Country	ZIP/Postal Code	ECA 4 m 200	
<u></u>	<del></del>	48098	FEB 12200	
[TIOY	chigan	40000		
Relationship(s): 🔼 Executive Officer 🔼 D	irector Promoter		Washington, [	
Clarification of Response (if Necessary)			101	
<del></del>		a hu shashin a shis ha D	and attaching Item 3 Continuation Page(s). )	
		is by circulary trin box [/	and according terms continued to a case (a).	
		s Services	Construction	
Agriculture Banking and Financial Services	Busines: Energy		REITS & Finance	
Commercial Banking		tric Utilities	Residential	
Insurance	$\overline{}$	rgy Conservation	Other Real Estate	
o Investing	$\subseteq$	Mining	Retailing	
. O Investment Banking	_	ronmental Services	Restaurants	
Pooled Investment Fund	<u> </u>	li Gas	Technology	
if selecting this industry group, also select or type below and answer the question below:	A.151.4	er Energy	Computers	
Hedge Fund	Health C		Telecommunications	
Private Equity Fund	×	echnology Ith insurance	Other Technology	
Venture Capital Fund	<u> </u>	pitals & Physclans	Travel	
Other Investment Fund	<u> </u>	maceuticals	Airlines & Airports	
is the issuer registered as an investmen	1t Othe	er Health Care	Lodging & Conventions	
company under the investment Comp Act of 19407 Yes No	any Manufa		Tourism & Travel Services	
Other Banking & Financial Services	Real Esta	-	Other Travel	
Orbet earlined & strancial services	○ Com		Other	

SEC1972 (09/08)



### U.S. Securities and Exchange Commission Washington, DC 20549

Item 5. Issuer Size (Select one)				
Revenue Range (for issuer not specifying "hedge" or "other investment" fund in item 4 above)			te Net Asset Value Range (for issuer ig "hedge" or "other investment" fund in 190ve)	
O No Revenues	OR	0	No Aggregate Net Asset Value	
\$1 - \$1,000,000		Õ	\$1 - \$5,000,000	
\$1,000,001 - \$5,000,000		ŏ	\$5,000,001 - \$25,000,000	
\$5,000,001 - \$25,000,000		õ	\$25,000,001 - \$50,000,000	
\$25,000,001 - \$100,000,000		õ	\$50,000,001 - \$100,000,000	
		$\tilde{z}$		
<u>~</u>		$\tilde{a}$		
O Not Applicable O Not Applicable				
Item 6. Federal Exemptions and Exclusions Clai	<del></del>	lect all th		
	vestment Com			
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c	)(1)	Section 3(c)(9)	
Rule 504(b)(1)(i)	Section 3(c	)(2)	Section 3(c)(10)	
Rule 504(b)(1)(li)	Section 3(d	)(3)	Section 3(c)(11)	
Rule 504(b)(1)(iii)	Section 3(d	:)(4)	Section 3(c)(12)	
Rule 505	Section 3(c	:)(5)	Section 3(c)(13)	
X Rule 506	Section 3(c	:)(6)	Section 3(c)(14)	
Securities Act Section 4(6)	Section 3(c	:){7}		
	•			
Item 7. Type of Filing				
New Notice OR	t			
Date of First Sale in this Offering: 01/30/2009	OR 🗆	First Sale	Yet to Occur	
Item 8. Duration of Offering				
Does the issuer Intend this offering to last more than	one year?	□ Y	es 🔼 No	
Item 9. Type(s) of Securities Offered (Select a	il that appl	y)		
X Equity	☐ Pooled	Investmen	t Fund Interests	
☐ Debt			on Securities	
Option, Warrant or Other Right to Acquire	Mineral Property Securities			
Another Security	Other (	Describe)		
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security				
Item 10. Business Combination Transaction	<u> </u>	· · · · ·		
is this offering being made in connection with a busine		n Y	es 🗓 No	
transaction, such as a merger, acquisition or exchange offer Clarification of Response (if Necessary)	•			
Citing of the politic is the costs (1)				

# U.S. Securities and Exchange Commission Washington, DC 20549

Item 11'. Minimum Investment	
Minimum investment accepted from any outside investor	<b>s</b> 0
Item 12. Sales Compensation	
Recipient	Recipient CRD Number
Flagstar Bancorp, Inc.	☐ No CRD Number
(Associated) Broker or Dealer None	(Associated) Broker or Dealer CRD Number
	☐ No CRD Number
Street Address 1	Street Address 2
5151 Corporate Drive	ovince/Country ZIP/Postal Code
States of Solicitation All States	46050
AL AK AZ AR AR CO    AL AK AZ AR AR CO   CO   X   IL	ME MD MA MI MN MS MO
(a) Total Offering Amount \$\begin{align*}\ 255,320,000 \\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	OR Indefinite
(b) Total Amount Sold \$ 255,320,000	
(c) Total Remaining to be Sold (Subtract (a) from (b))  Clarification of Response (if Necessary)	OR Indefinite
•	s of Common Stock and 250,000 (\$250,000,000) shares of convertible
Item 14. Investors	
Check this box lift securities in the offering have been or m number of such non-accredited investors who already have in	ay be sold to persons who do not qualify as accredited investors, and enter the nvested in the offering:
Enter the total number of investors who already have investor	ed in the offering: 41
Item 15. Sales Commissions and Finders' Fee	s Expenses
Provide separately the amounts of sales commissions and fin check the box next to the amount.	ders' fees expenses, if any. If an amount is not known, provide an estimate and
	Sales Commissions \$ 0 Estimate
Clarification of Response (if Necessary)	Finders' Fees \$ 0 Estimate
	Form D 3

number.

### U.S. Securities and Exchange Commission

Washington, DC 20549

Inature and Submission  Rease verify the Information you have entered and review the Terms of Submission below before signing and submitting this notice.  Terms of Submission. In Submitting this notice, each identified issuer is:  Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.  Irrevocably appointing each of the Secretary of the SEC and afthe Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such services that the insurance of the services of the Securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon a apainst the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of an activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon provisions of (i) the Securities that of 1933, the Securities Exchange Act of 1934, the Securities Act of 1934, the Securities Thats Indentine Act of 1939, the Newtoment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.  Certifying that, if the issuer is claiming a Rule 505 exemption, the Issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).  This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 (*NSMIA?) [Pub	em 16. Use of Proceeds	
Presse verify the Information you have entered and review the Terms of Submission below before signing and submitting this notice.  Terms of Submission. In Submitting this notice, each identified issuer is:  Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.*  Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the insure insulations its principal place of business and any State in which this notice is filed, as its agents for service process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration broug against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of an activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of (i) the Securities Act of 1933, the Securities Exchange Act of 1940, the Trust Indenture Act of 1939, the investment of Company Act of 1940, or the Investment Advises Act of 1940, are any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.  Certifying that, if the Issuer is claiming a Rule 505 exemption, the Issuer is not disqualified from relying on Rule 503 for one of the reasons stated in Rule 505(b)(2)(iii).  This undertaking does not affect any limits Section 102(a) of the National Securities Markes improvement Act of 1996 (*NSMIA*) [Pub. L. No. 104-290, 110 Stat, 3416 [Oct. 11, 1996] imposes on the ability	id for payments to any of the persons required to be named as exec	utive officers, \$ D
Rease verify the information you have entered and review the Terms of Submission below before signing and submitting this notice.  Terms of Submission. In Submitting this notice, each identified issuer is:  Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.*  Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains is tynicipal place of business and any State in which this notice is filed, as its agents for service process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brough against the Issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of an activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of (ii) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the Issuer maintains its principal place of business or any State in which this notice is filed.  Certifying that, if the issuer is claiming a Rule 505 exemption, the Issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).  This undertaking does not affect any limits Section 102(a) of the National Securities Markets improvement Act of 1996 ("NSMIA7) (Pub. L. No. 104-290, 110 Stut. 3416 (Oct. 11, 1996)) imposes on the ability of	Clarification of Response (if Necessary)	
Rease verify the information you have entered and review the Terms of Submission below before signing and submitting this notice.  Terms of Submission. In Submitting this notice, each identified issuer is:  Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.*  Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains is tynicipal place of business and any State in which this notice is filed, as its agents for service process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brough against the Issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of an activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of (ii) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the Issuer maintains its principal place of business or any State in which this notice is filed.  Certifying that, if the issuer is claiming a Rule 505 exemption, the Issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).  This undertaking does not affect any limits Section 102(a) of the National Securities Markets improvement Act of 1996 ("NSMIA7) (Pub. L. No. 104-290, 110 Stut. 3416 (Oct. 11, 1996)) imposes on the ability of		
Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.*  Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration broug against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of an activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.  Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).  *This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ('NSMIA') [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are 'covered securities' for purposes of NSMIA, whether in all instances or due to the nature of ferring ma	gnature and Submission	
Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees. Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration broug against the Issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of an activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or Indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1940, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940 or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.  Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).  *This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") (Pub. L. No. 10+290, 110 Stat. 316 (Oct. 11, 1996)) imposes on the ability of States to require information. As a result, if the securities that are the subject of this form D are "covered secunities" for purposes of NSMIA, whether in all instances or due to the nature offering materials	Please verify the information you have entered and review the Terr	ns of Submission below before signing and submitting this notice.
undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.  Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration broug against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of an activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly on indirectly, upon the provisions of: (i) the Securities Act of 1931, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.  Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).  * This undertaking does not affect any limits Section 102(a) of the National Securities Markets improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result if the securities that are the subject of this form D are covered securities* for purposes of NSMIA, whether in all insances or due to the nature of the offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud author	Terms of Submission. In Submitting this notice, each Ident	ified Issuer is:
Indersigned duly authorized person. (Check this box and attach Signature Continuation Pages for signatures of issuers identified in Item 1 above but not represented by signer below.)  Issuer(s)  Name of Signer  Paul D. Borja  Title  Executive Vice-President and Chief Financial Officer  Date	the State in which the issuer maintains its principal place of busin process, and agreeing that these persons may accept service on it such service may be made by registered or certified mail, in any fix against the issuer in any place subject to the jurisdiction of the Unactivity in connection with the offering of securities that is the subprovisions of: (i) the Securities Act of 1933, the Securities Exchang Company Act of 1940, or the investment Advisers Act of 1940, or its State in which the issuer maintains its principal place of business Certifying that, if the issuer is claiming a Rule 505 exempting reasons stated in Rule 505(b)(2)(iii).  This undertaking does not affect any limits Section 102(a) of the National 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require in covered securities" for purposes of NSMIA, whether in all instances or duroutinely require offering materials under this undertaking or otherwise a so under NSMIA's preservation of their anti-fraud authority.	ess and any State in which this notice is filed, as its agents for service of a behalf, of any notice, process or pleading, and further agreeing that ederal or state action, administrative proceeding, or arbitration brought sited States, if the action, proceeding or arbitration (a) arises out of any object of this notice, and (b) is founded, directly or Indirectly, upon the eact of 1934, the Trust Indenture Act of 1939, the Investment any rule or regulation under any of these statutes; or (ii) the laws of the or any State in which this notice is filed.  Intion, the issuer is not disqualified from relying on Rule 505 for one of all Securities Markets improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, Information. As a result, if the securities that are the subject of this Form D are to the nature of the offering that is the subject of this Form O, States cannot and can require offering materials only to the extent NSMIA permits them to do
Flagstar Bancorp, Inc.  Paul D. Borja  Signature  Title  Executive Vice-President and Chief Financial Officer  Date	Each identified issuer has read this notice, knows the contents to undersigned duly authorized person. (Check this box and at in item 1 above but not represented by signer below.)	se true, and has duly caused this notice to be signed on its behalf by the ach Signature Continuation Pages for signatures of issuers identified
Signature Title    Pull Propri	Issuer(s)	larne of Signer
Executive Vice-President and Chief Financial Officer Date	Flagstar Bancorp, Inc.	Paul D. Borja
Date	Signature	ltie
	Pullopi	Executive Vice-President and Chief Financial Officer
Number of continuation pages attached:		Date
Number of continuation pages attached: 2	Number of continuation pages attached: 2	2/11/09

# U.S. Securitles and Exchange Commission

Washington, DC 20549

### Item 3 Continuation Page

Last Name	First Name		Middle Name
Hammond	Mark		Τ.
Street Address 1		Street Address 2	
c/o 5151 Corporate Drive			
Ity	State/Province/Country	ZIP/Postal Code	
Troy	Michigan	48098	•
Relationship(s): 📉 Executive O	Officer 🔼 Director 🔲 Promoter		
Clarification of Response (If Necessa	ary)	·	
Last Name	First Name		Middle Name
Borja	Paul	<del> </del>	D.
Street Address 1		Street Address 2	
c/o 5151 Corporate Drive			······································
lty	State/Province/Country	ZIP/Postal Code	
Ггоу	Michigan	48098	
Relationship(s): 💢 Executive O	officer   Director   Promoter		
	officer Director Promoter		
Relationship(s): Executive O Clarification of Response (if Necessa	_ <del></del>		
	_ <del></del>		
	First Name		Middle Name
Clarification of Response (if Necessa	ary)	<u> </u>	Middle Name
Clarification of Response (if Necessa	First Name	Street Address 2	<del></del>
Clarification of Response (if Necessal Last Name  Mattin  Atreet Address 1  2/0 5151 Corporate Drive	First Name  David		<del></del>
Clarification of Response (if Necessa Last Name Matlin Treet Address 1	First Name	Street Address 2 ZIP/Postal Code	<del></del>
Clarification of Response (if Necessal Last Name  Mattin  Atreet Address 1  2/0 5151 Corporate Drive	First Name  David		<del></del>
Clarification of Response (if Necessal Last Name Mattin Arreet Address 1 C/o 5151 Corporate Drive	First Name  David  State/Province/Country	ZiP/Postal Code	<del></del>
Clarification of Response (if Necessal Last Name  Matlin Street Address 1 C/O 5151 Corporate Drive City  Troy Selationship(s): X Executive O	First Name  David  State/Province/Country  Michigan  fliker Director Promoter	ZiP/Postal Code	<del></del>
Clarification of Response (if Necessal Last Name Mattin treet Address 1 2/o 5151 Corporate Drive Ity	First Name  David  State/Province/Country  Michigan  fliker Director Promoter	ZiP/Postal Code	<del></del>
Clarification of Response (if Necessal Last Name  Matlin Street Address 1 C/O 5151 Corporate Drive City  Troy Selationship(s): X Executive O	First Name  David  State/Province/Country  Michigan  fliker Director Promoter	ZiP/Postal Code	<del></del>
Clarification of Response (if Necessal Last Name  Mattin  Creet Address 1  C/O 5151 Corporate Drive  Ity  Troy  Clarification of Response (if Necessal Last Name	First Name  David  State/Province/Country  Michigan  fficer Director Promoter  ary)  First Name	ZiP/Postal Code	] <u>U</u> .
Clarification of Response (if Necessal Last Name  Mattin  treet Address 1  c/o 5151 Corporate Drive  Ity  Troy  lelationship(s): X Executive Of Clarification of Response (if Necessal	First Name  David  State/Province/Country  Michigan  ffiker  Director Promoter	ZiP/Postal Code	] <u>U</u> .
Clarification of Response (if Necessal Last Name  Mattin Creet Address 1 C/O 5151 Corporate Drive Clarification of Response (if Necessal Last Name Patterson Treet Address 1	First Name  David  State/Province/Country  Michigan  fficer Director Promoter  ary)  First Name	ZIP/Postal Code 48098	] <u>U</u> .
Clarification of Response (if Necessal Last Name  Matlin Greet Address 1 C/O 5151 Corporate Drive City  Froy Clatification of Response (if Necessal Last Name  Patterson	First Name  David  State/Province/Country  Michigan  fficer Director Promoter  ary)  First Name	ZIP/Postal Code 48098	] <u>U</u> .
Clarification of Response (if Necessal Last Name  Matlin Creet Address 1 C/O 5151 Corporate Drive Clarification of Response (if Necessal Last Name  Patterson Creet Address 1 C/O 5151 Corporate Drive	First Name  David  State/Province/Country  Michigan  filicer   Director Promoter  ary)  First Name  Mark	ZIP/Postal Code 48098  Street Address 2	] <u>U</u> .
Clarification of Response (if Necessal Last Name  Matlin Circet Address 1 C/O 5151 Corporate Drive Clarification of Response (if Necessal Last Name  Patterson Circet Address 1 C/O 5151 Corporate Drive City City City City City City City City	First Name  David  State/Province/Country  Michigan  fficer Director Promoter  ary)  First Name  Mark  State/Province/Country	ZIP/Postal Code  48098  Street Address 2  ZIP/Postal Code	] <u>U</u> .

### U.S. Securities and Exchange Commission

Washington, DC 20549

#### Item 3 Continuation Page

Last Name	First Name		Middle Name
Roslin	Matthew	•	
Street Address 1		Street Address 2	
c/o 5151 Corporate Drive			
City	State/Province/Country	ZIP/Postal Code	•
Troy	Michigan	48098	
Relationship(s): X Executive Office	r Director Dromoter		
Clarification of Response (if Necessary)			
· ·		·	
Last Name	First Name		Middle Name
Eng	Gregory		
Street Address 1		Street Address 2	
c/o 5151 Corporate Drive			
City	State/Province/Country	ZIP/Postal Code	
Troy	Michigan	48098	
	Director Promoter		
Clarification of Response (If Necessary)			
,	· · · · · · · · · · · · · · · · · · ·		
last time		<del></del>	Adddle Name
Last Name	First Name		Middle Name
Coleman	First Name  James	Streat Addrars 3	Middle Name
Coleman Street Address 1	<del></del> -	Street Address 2	
Coleman Street Address 1 c/o 5151 Corporate Drive	James		
Coleman Street Address 1 c/o 5151 Corporate Drive City	James State/Province/Country	ZIP/Postal Code	
Coleman Street Address 1 c/o 5151 Corporate Drive City Troy	James  State/Province/Country  Michigan		
Coleman Street Address 1 c/o 5151 Corporate Drive City Troy Relationship(s): Executive Officer	James State/Province/Country	ZIP/Postal Code	
Coleman Street Address 1 c/o 5151 Corporate Drive City Troy	James  State/Province/Country  Michigan	ZIP/Postal Code	
Coleman Street Address 1 c/o 5151 Corporate Drive City Troy Relationship(s): Executive Officer	James  State/Province/Country  Michigan	ZIP/Postal Code	
Coleman Street Address 1 c/o 5151 Corporate Drive City Troy Relationship(s): Executive Officer	James  State/Province/Country  Michigan	ZIP/Postal Code	
Coleman Street Address 1 c/o 5151 Corporate Drive City Troy Relationship(s): Executive Officer Clarification of Response (if Necessary)	State/Province/Country Michigan  X Director Promoter	ZIP/Postal Code	[D.
Coleman Street Address 1  c/o 5151 Corporate Drive City  Troy  Relationship(s): Executive Officer Clarification of Response (if Necessary)	State/Province/Country Michigan  Director Promoter  First Name	ZIP/Postal Code	D.  Middle Name
Coleman Street Address 1  c/o 5151 Corporate Drive City  Troy  Relationship(s): Executive Officer Clarification of Response (if Necessary)  Last Name  Pickard	State/Province/Country Michigan  X Director Promoter  First Name William	ZIP/Postal Code 48098	D.  Middle Name
Coleman Street Address 1 c/o 5151 Corporate Drive City Troy Relationship(s): Executive Officer Clarification of Response (if Necessary) Last Name Pickard Street Address 1	State/Province/Country Michigan  Director Promoter  First Name William  State/Province/Country	ZIP/Postal Code 48098  Street Address 2  ZIP/Postal Code	D.  Middle Name
Coleman Street Address 1  c/o 5151 Corporate Drive City Troy  Relationship(s): Executive Officer Clarification of Response (if Necessary)  Last Name Pickard Street Address 1  c/o 5151 Corporate Drive	State/Province/Country Michigan  X Director Promoter  First Name William	ZIP/Postal Code 48098  Street Address 2	D.  Middle Name
Coleman Street Address 1  c/o 5151 Corporate Drive City  Troy  Relationship(s): Executive Officer Clarification of Response (if Necessary)  Last Name  Pickard Street Address 1  c/o 5151 Corporate Drive City  Troy	State/Province/Country Michigan  Director Promoter  First Name William  State/Province/Country	ZIP/Postal Code 48098  Street Address 2  ZIP/Postal Code	D.  Middle Name
Coleman Street Address 1  c/o 5151 Corporate Drive City  Troy  Relationship(s): Executive Officer Clarification of Response (if Necessary)  Last Name  Pickard Street Address 1  c/o 5151 Corporate Drive City  Troy	State/Province/Country Michigan	ZIP/Postal Code 48098  Street Address 2  ZIP/Postal Code	D.  Middle Name

#### U.S. Securitles and Exchange Commission

Washington, DC 20549

#### Item 3 Continuation Page

Last Name   First Name   Robert   W.    Street Address 1   Street Address 2    Glo 5151 Corporate Drive   Cliy   State/Province/Country   ZIP/Postal Code    All Name   First Name   Middle Name    First Name   First Name   Middle Name    Fauther   Brian   Street Address 2    Glo 5151 Corporate Drive   Cliy   State/Province/Country   ZIP/Postal Code    All Name   First Name   Middle Name    Fauther   Brian   Street Address 2    Glo 5151 Corporate Drive   Clip   State/Province/Country   ZIP/Postal Code    All Name   First Name   Province/Country   ZIP/Postal Code    All Name   First Name   Middle Name    First Name   First Name   Middle Name    First Name   First Name   Middle Name    Hansen   Jay   J.    Street Address 2   J.    Glo 5151 Corporate Drive   ZIP/Postal Code    All Name   First Name   Middle Name    Hansen   Jay   J.    Street Address 2   J.    Glo 5151 Corporate Drive   ZIP/Postal Code    All Name   First Name   Middle Name    Last Name   First Name   Middle Name    Last Name   First Name   Middle Name    Lucci   Michigan   All North Name    Lucci   Michigan   All North Name    Lucci   Michigan   Street Address 2    Glo 5151 Corporate Drive   Clarification of Response (if Necessary)    Last Name   First Name   Middle Name    Lucci   Michigan   All North Name    Lucci   Mich	Item 3. Related Persons (Continu	ieq)		
Street Address 2   Circ S151 Corporate Drive   Clay   State/Province/Country   Michigan   48098   Clay   State/Province/Country   Michigan   48098   Clay   Street Address 2   Circ S151 Corporate Drive   Clarification of Response (if Necessary)   Clarification of Response (if Neces	Last Name	First Name		Middle Name
City   State/Province/Country   Clarification of Response (if Necessary)	DeWitt	Robert		w.
City   State/Province/Country   ZIP/Postal Code   48098	Street Address 1		Street Address 2	
Troy	c/o 5151 Corporate Drive			
Relationshipti:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  Last Name	City .	State/Province/Country	ZIP/Postal Code	
Last Name   First Name   Middle Name	Troy	Michigan	48098	
Last Name   First Name   Middle Name      Tauber   Brian   Street Address 2	Relationship(s): Executive Officer	Director Promoter		
Street Address 1   Street Address 2	Clarification of Response (If Necessary)			
Street Address 1   Street Address 2				
Street Address 1  C/o 5151 Corporate Drive  City  State/Province/Country  Troy  Relationship(s):	Last Name	. First Name		Middle Name
C/O 5151 Corporate Drive   City   State/Province/Country   ZIP/Postal Code   48098	Tauber	Brian		· .
City State/Province/Country ZIP/Postal Code   Troy	Street Address 1		Street Address 2	
Relationship(s):   Executive Officer   Director   Promoter	c/o 5151 Corporate Drive			
Relationship(s): Executive Officer	City	State/Province/Country	ZIP/Postal Code	
Relationship(s): Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Hansen Jay J.  Street Address 2  C/o 5151 Corporate Drive  Clay State/Province/Country ZIP/Postal Code  Troy Michigan 48098  Last Name First Name Middle Name  Lucci Michael Street Address 2  C/o 5151 Corporate Drive  Clay State/Province/Country ZIP/Postal Code  Troy Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Lucci Street Address 1  C/o 5151 Corporate Drive  Clay State/Province/Country ZIP/Postal Code  Troy Michigan 48098  Relationship(s): Executive Officer Director Promoter  Clarification of Response (if Necessary)  (Copy and use additional copies of this page as necessary.)	Troy	Michigan	48098	
Clarification of Response (if Necessary)  Last Name First Name Middle Name  Hansen Jay J.  Street Address 1 J.  Clo 5151 Corporate Drive City State/Province/Country ZIP/Postal Code  Troy Michigan 48098  Relationship(s): Executive Officer X Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Lucci Michael Street Address 2  Clo 5151 Corporate Drive ZIP/Postal Code  Troy Michael Street Address 2  Clo 5151 Corporate Drive ZIP/Postal Code  Troy State/Province/Country ZIP/Postal Code  Troy Michigan 48098  Relationship(s): Executive Officer X Director Promoter  Clarification of Response (if Necessary)  (Copy and use additional copies of this page as necessary.)	***************************************	Director Promoter		
Last Name   First Name   Middle Name				
Street Address 1   Street Address 2	California ( Nashania ( Nashania )	<del> </del>		
Street Address 1   Street Address 2	<del>-</del>			
Street Address 2  C/o 5151 Corporate Drive  City State/Province/Country ZIP/Postal Code  Troy Michigan 48098  Relationship(s): Executive Officer (X) Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Lucci Michael  Street Address 1 Street Address 2  C/o 5151 Corporate Drive  City State/Province/Country ZIP/Postal Code  Troy Michigan 48098  Relationship(s): Executive Officer Director Promoter  Clarification of Response (if Necessary)  (Copy and use additional copies of this page as necessary.)				Middle Name
C/O 5151 Corporate Drive  City  State/Province/Country  Michigan  Relationship(s):  Carification of Response (if Necessary)  Last Name  First Name  Middle Name  Lucci  Street Address 1  C/O 5151 Corporate Drive  City  State/Province/Country  Michigan  Street Address 2  C/O 5151 Corporate Drive  City  State/Province/Country  Michigan  Alabaya  Clarification of Response (if Necessary)  Michigan  Clarification of Response (if Necessary)  (Copy and use additional copies of this page as necessary.)		Jay		J.
City State/Province/Country ZIP/Postal Code  Troy		<del></del> -	Street Address 2	
Troy				
Relationship(s): Executive Officer X Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Lucci Michael  Street Address 1 Street Address 2  C/o 5151 Corporate Drive  City State/Province/Country ZIP/Postal Code  Troy Michigan 48098  Relationship(s): Executive Officer Director Promoter  Clarification of Response (if Necessary)  (Copy and use additional copies of this page as necessary.)	City			
Clarification of Response (if Necessary)  Last Name First Name Middle Name  Lucci Michael  Street Address 1 Street Address 2  C/o 5151 Corporate Drive  City State/Province/Country ZiP/Postal Code  Troy Michigan 48098  Relationship(s): Executive Officer Director Promoter  Clarification of Response (if Necessary)  (Copy and use additional copies of this page as necessary.)	Troy	Michigan	48098	
Last Name    First Name   Middle Name	Relationship(s): Executive Officer	Director Promoter		
Last Name    First Name   Middle Name	Clarification of Response (if Necessary)			
Lucci  Street Address 1  C/o 5151 Corporate Drive  City  State/Province/Country  ZIP/Postal Code  Troy  Michigan  Relationship(s): Executive Officer  Director Promoter  Clarification of Response (If Necessary)  (Copy and use additional copies of this page as necessary.)				
Street Address 2  C/O 5151 Corporate Drive  City State/Province/Country ZIP/Postal Code  Troy Michigan 48098  Relationship(s): Executive Officer Director Promoter  Clarification of Response (If Necessary) (Copy and use additional copies of this page as necessary.)	Last Name	First Name	•	Middle Name
Street Address 2  C/O 5151 Corporate Drive  City State/Province/Country ZIP/Postal Code  Troy Michigan 48098  Relationship(s): Executive Officer Director Promoter  Clarification of Response (If Necessary) (Copy and use additional copies of this page as necessary.)	Lucci	Michael		
City State/Province/Country ZIP/Postal Code  Troy Michigan 48098  Relationship(s): Executive Officer Director Promoter  Clarification of Response (If Necessary) (Copy and use additional copies of this page as necessary.)			Street Address 2	
City State/Province/Country ZIP/Postal Code  Troy Michigan 48098  Relationship(s): Executive Officer Director Promoter  Clarification of Response (If Necessary) (Copy and use additional copies of this page as necessary.)	c/o 5151 Corporate Drive			
Relationship(s): Executive Officer Director Promoter  Clarification of Response (if Necessary)  (Copy and use additional copies of this page as necessary.)		State/Province/Country	ZIP/Postal Code	
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